

ALPHA BANK



Securities and Exchange Commission
Division of Corporation Finance
Room 3094 (3-6)
450 Fifth Street, N.W.
Washington, D.C. 20549
U.S.A.

PROCESSED

APR 16 2003

THOMSON
FINANCIAL



Athens, 21 March 2003

Attention: Special Counsel, Office of
International Corporate Finance

Re: Rule 12g3-2(b)
File No. 82-3399

Dear Sir or Madam:

The enclosed information is being furnished to the Securities and Exchange Commission ("the Commission") pursuant to the exemption from the Securities Exchange Act of 1934 (the "Exchange Act") afforded by Rule 12g3-2(b) thereunder.

This information is being furnished under Paragraph (1) of Rule 12g3-2(b) with the understanding that such information and documents will not be deemed to be "filed" with the Commission or otherwise subject to the liabilities of Section 18 of the Exchange Act and that neither this letter nor the furnishing of such information and documents shall constitute an admission for any purpose that ALPHA CREDIT BANK A.E. is subject to the Exchange Act.

Sincerely,

M.E. MASSOURAKIS
Manager

D.K. MAROULIS

Enclosure: (10)

Press Releases of the Bank

ALPHA BANK – THE FIRST GREEK BANK TO RAISE EURO 200 MILLION IN A PREFERRED TIER 1 CAPITAL ISSUE [29/11/2002]

Alpha Bank, one of Greece's largest banks, has successfully closed a Euro 200 million perpetual non-cumulative guaranteed non-voting preferred securities (series A) issue. The issue is the first such deal by a Greek bank.

The issue was one and a half times oversubscribed and over a third of the investors were from outside Greece. This followed a successful investor roadshow in Greece, UK, Netherlands and Portugal.

The deal pays a coupon of 265 basis points above 3M Euribor and has an issue/reoffer price of par. It is callable from December 2012 onwards. If not called, the coupon will reset to 397.5 basis points above 3M Euribor. Standard and Poor's, Moody's and Fitch Ratings, the international rating agencies, have assigned Long-term ratings of 'BBB-/Baa2/BBB' respectively to the issue.

Settlement date is expected to be 5 December 2002. The joint lead managers to the issue are Credit Suisse First Boston and Morgan Stanley. Co-lead managers are NBG International, BCP Investimento, Deutsche Bank, Bank of Cyprus, Commercial Bank of Greece, Piraeus Bank, Agricultural Bank of Greece, General Bank of Greece and Omega Bank.

Commenting on the issue, Marinos Yannopoulos, Executive General Manager and Chief Financial Officer, said:

"We are delighted with the positive response from investors. The deal was oversubscribed and we also saw strong demand from international investors, which is particularly encouraging. The issue will strengthen Alpha Bank's capital base and support future growth. Greece is one of the fastest growing economies in Europe and, as the country's second largest bank with over 17 per cent of the overall banking market, we are strongly positioned."

ENDS.

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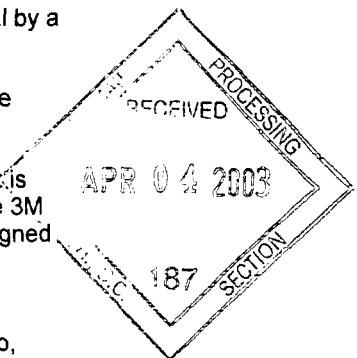
Notes to Editors:

Alpha Bank, founded in 1879, is the second largest Bank in Greece. It provides a full range of retail and commercial banking services through 470 branches.

Alpha Bank Group is also active in the international banking market, with presence in New York, London, Jersey (Channel Islands), Cyprus, Albania, Bulgaria, Romania, F.Y.R.O.M and Yugoslavia.

Alpha Bank is the Official Bank of the ATHENS 2004 Olympic Games.

Athens, November 29, 2002



ALPHA BANK GROUP RESULTS FOR 2002**PROFITS 172.5 MILLION - BANK'S DIVIDEND 0.40 PER SHARE [21/2/2003]**

Net profit after tax and minority rights in 2002 reached 172.5 million compared with 207.7 million last year. These amounts are not comparable due to a goodwill write-off of 611.3 million from the accounting books in 2002 and the corresponding reduction of goodwill depreciation of 33.4 million. Last year's profit therefore should be adjusted upwards so as to reach 241 million. After the adjustment, the percentage change in profits is -28%.

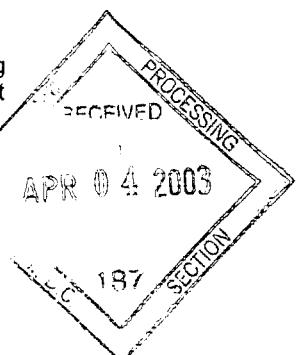
Similarly net profit before tax and after minority rights reached 272 million in 2002 compared with adjusted profits of 377 million last year (-28%). This reduction is limited to 4% if one takes into consideration the following extraordinary circumstances, which affected the results of 2002:

- ◊ 47.7 million less in profit from financial operations
- ◊ 24.7 million less in extraordinary income
- ◊ 17.8 million more in payments to the Alpha Bank's Employees' Pension Fund

All these three factors do not affect the recurring profits of the Bank. If, therefore, proper adjustments are made, the true picture of organic profitability is deemed satisfactory.

A good evolution of revenues generated primarily from banking operations (net interest income and commissions) throughout 2002, as indicated in the quarterly results, marks the reversal of the declining trend which has continued since 2000, following the disappearance of the favourable conjunctures of profitability such as the Greek economy's convergence and the rise of the capital market. Taking into account the emphasis given on cost control, this evolution will be strengthened and will be of a more permanent nature.

The Board of Directors has decided to recommend to the General Meeting of Shareholders dividend of 0.40 per share.

**ALPHA BANK RESULTS 2002**

in million (pro forma)	Group		Bank	
	2002	2001	2002	2001
Net interest income	731.9	710.1	647.5	628.4
Fee and commission income	292.1	282.6	232.7	232.9
Other income	243.1	317.7	113.6	207.4
Operating expenses	603.6	570.5	522.7	498.3
Depreciation and Provisions	383.7	343.4	227.7	191.1
Net profit before taxes and after minority interests	272.0	377.2	243.6	379.5
Net profit after taxes and after minority interests	172.5	241.0	169.1	276.5

ALPHA BANK RESULTS 2002 (Quarterly)

in million (pro forma)	Group				Bank			
	Q4	Q3	Q2	Q1	Q4	Q3	Q2	Q1
Net interest income	193.9	190.1	178.8	169.1	172.3	167.3	158.3	149.6
Fee and commission income	79.1	79.0	69.9	64.1	62.5	62.0	56.0	52.2
Other income	47.3	78.8	67.7	49.3	23.6	47.6	33.0	9.5
Operating expenses	157.9	148.2	158.0	139.5	138.1	127.9	136.8	119.9
Depreciation and Provisions	103.4	97.7	91.2	91.4	62.4	60.1	54.4	50.8
Net profit before taxes and after minority interests	61.7	101.9	59.7	48.8	57.7	89.2	55.8	40.6
Net profit after taxes and after minority interests	33.2	71.5	36.3	31.5	35.9	66.3	38.7	28.2

The results

- ◊ **Operating revenue** excluding the results of financial operations, increased by 2.5% with net interest income and commission income rising despite unfavourable capital market conditions.
- ◊ **Labour costs** (staff costs excluding payments to Alpha Bank's Employees' Pension Fund) declined by 0.9% in 2002, especially due to reduction in the Bank's Personnel by 2.7% (in average).
- ◊ **Profitability indicators** were maintained at satisfactory levels. The Margin (net interest income /

improvement of the results. The **return on equity (ROE)** stood at 17.8%.

Assets and liabilities

- ❖ **Loans** increased by 18% in 2002 and reached 17.3 billion. More than half of our loan portfolio are loans towards small and medium sized enterprises; a fact that strengthens our position in the market.
- ❖ **Mortgages** increased by 101% in 2002, having already risen by 87% in 2001, leading to a market share of 14% from 7% two years ago. Our success derives from the trust of our clientele, the quality of our services and the transparency in transactions.
- ❖ **Consumer loans** also increased by 25% in 2002. From this year we give great emphasis on further increasing our share in the consumer loans and cards sectors, developing new relationships with department stores and other big firms, which promote interest - free instalments and launching new technologies in the cards sector, in order to have the same success as we had in mortgages.
- ❖ The **quality of our loan portfolio remains excellent** with non-performing loans (in arrears for more than 3 months) representing just 3% of total loans, a ratio which is the lowest in the Greek market. Bad loans at the end of 2002 stood at just 0.3% of total loans. This reflects the quality of our loans and the long-standing policy to write off bad loans every year.
- ❖ **Deposits and repos** reached 23 billion in 2002 having declined by 6.6% due to customer sifting in government bonds and other placements following the taxation of repos in the beginning of the year. It is to be noted that saving deposits rose by 8% in 2002. In total, customer savings exceed 30 billion including mutual funds, bond sales and customer asset under management (private banking and asset management).

Capital adequacy

The rapid increase of our financial indicators requires more and more capital. In this context in 2002 we continued drawing capital through subordinated loans and for the first time we issued Hybrid Tier II capital. As a result the capital adequacy ratio at the end of 2002, after the payment of the dividend, increased to 9.9% from 8.5% last year (compared to 8% of the minimum regulatory benchmark). The capital adequacy ratio has now reached 10.4% due to the conclusion of a subordinated loan of 100 million.

Goodwill write-off

The above mentioned write-off of 611.3 million of the goodwill in the books of the Bank which resulted from the merger with Ionian Bank and correspondingly reduced our equity position, was decided upon making use of the provisions of the law 3091/2002 which allows the netting of goodwill against taxable or non taxable reserves. Thus, the Bank's profits will no longer be affected by goodwill depreciation and there will be better comparison of our profit position with that of other international and mainly Greek banks in view as well of the introduction of International Accounting Standards as of 2004.

Cost control

In recent years, after the merger with Ionian Bank, we began a new effort to restructure. Until today, 1,630 employees have retired from the Bank, from which 633 with financial incentives. In parallel, 72 Branches have ceased to operate in areas where the operation of many Branches was not profitable, while new Branches have opened in 47 areas where we had no presence.

This intensive effort still continues. An early retirement scheme for 2003 has already been announced and 450 persons are expected to benefit from this programme with a net saving of about 15-20 million on a yearly basis. Likewise a recruitment freeze has been decided. New personnel requirements will be covered by existing staff which after further education in specialised fields will have better prospects for advancement. In this context we are currently merging Branches in 50 regions and integrating similar operations in Main Office and affiliated companies with a net saving of 15 million. Finally we are planning to merge within the next three years all the Branch Support Centres into two large Centres by creating specialised sections for each main product and by eliminating the exchange of paperwork. All these actions, as is natural, save space, equipment and in general infrastructure and increase productivity.

Our pricing policy

The Bank has always been first to cut rates in mortgages and in loans in general. Alpha Bank has been instrumental in helping the average Greek family to own their own house. Especially in the last seven years, the Bank has consistently passed on to its clients the benefits resulting from the convergence of the Greek economy and the favourable conditions in the capital markets. We kept our rates and charges at relatively low levels as the Bank was making profit from the bond and the stock markets. Today, the rationalisation of our pricing policy is deemed necessary.

The Bank will not hesitate, as in the past, to cut interest rates when conditions allow it. Under current conditions however, the best choice may be for a fixed rate mortgage. In any case, the recent adjustment of lending interest rates to individuals is well within the market and in many cases our rates remain lower than those of other banks. It should also be noted that the recently announced adjustments do not affect the fixed rate loans already granted. Likewise, the interest rate surcharge for mortgages of loan values in excess of the objective value of the property does not apply to existing mortgages.

Prospects

Our strategic commitment lies in profitability improvement through on the one hand expansion in higher margin areas (retail banking and small enterprises) and more rational pricing of the Bank's products and transactions, and on the other hand adoption of cost control measures (early retirement and consolidation

necessary for the return of profitability to higher levels, now that various sources of conjectural revenue increases no longer exist. In this context, the restraint of operational expenses at current levels constitutes a top priority for the Bank. More specifically, our target for 2005 is:

	2001	2002	2005
Margin	2.4%	2.5%	2.9%
Expenses / Income	59%	64%	55%
Return on assets	1.4%	1.0%	1.5%
Return on equity	27%	18%	25%
Capital adequacy ratio	8.5%	10.4%	> 9%

Athens, February 21, 2003

ASSETS and LIABILITIES *			
	In EURO million		
	31/12/2002	31/12/2001	CHANGE
Assets	28,725	28,982	-0.9%
Loans	17,252	14,573	18.4%
Deposits & Repos	23,005	24,640	-6.6%
Shareholders' Equity	979	947	3.4%
Minority Interests	322	409	-21.3%
Results *			
	In EURO million		
	2002	2001	CHANGE
Operating income	1,262.3	1,280.8	-1.4%
Net Interest income	731.9	710.1	3.1%
Fee and commission income	292.1	282.6	3.4%
Income from financial operations	71.7	119.4	-39.9%
Other income	166.6	168.7	-1.2%
Operating Expenses	811.6	755.6	7.4%
Staff costs	372.1	357.3	4.1%
of which, payments to Pension Fund	42.7	24.9	71.5%
General expenses	231.5	213.3	8.5%
Depreciation and amortisation expenses	208.0	185.0	12.4%
Provisions	175.7	158.4	10.9%
Extraordinary items	4.9	29.6	-83.4%
Net profit before taxes and minority interests	279.9	396.4	-29.4%
Taxes	99.5	136.2	-26.9%
Minority interests	7.9	19.2	-58.9%
Net profit	172.5	241.0	-28.4%
Operating income (excluding income from financial operations)	1,190.6	1,161.4	2.5%
RATIOS *			
	2002	2001	
Net interest income/average assets (MARGIN)	2.5%	2.4%	
Return on equity after taxes and minority interests - ROE	17.8%	26.4%	
Capital Adequacy Ratio	9.9%**	8.5%	

* Pro Forma & on a consolidated basis

** Currently 10.4% following 100 million subordinated debt drawing

(in million EURO)	PARTICIPATION	ASSETS		PROFIT BEFORE TAX	
		2002	2001	2002	2001
Alpha Bank Limited	100.00%	1,874.1	1,863.3	14.8	15.5
Alpha Bank London	100.00%	629.3	674.1	5.1	4.5
Alpha Leasing	76.48%	507.7	445.8	15.3	11.9
Alpha Investment	38.34%	301.4	432.0	4.4	20.9
Alpha Insurance	74.99%	350.0	290.7	1.1	3.7
Alpha Bank Romania	96.40%	417.5	314.9	6.8	8.5
ABC Factors	100.00%	330.1	308.1	7.7	4.0
Alpha Finance	100.00%	82.6	121.1	0.8	-3.7
Alpha Astika Akinita	52.86%	62.1	58.5	9.1	7.6
Alpha Bank A.D. Skopje	100.00%	37.0	41.1	2.3	2.0
Alpha Mutual Funds	100.00%	35.3	40.6	-1.0	-2.2
Alpha Asset Management	100.00%	9.9	8.2	5.2	4.0



ALPHA BANK
ΙΟΣΙΤΙΚΗ ΚΑΣΤΕΛΗ ΜΗΝΟΙ ΝΟΕΜΒΡΙΟΥ 2002
 Πλεον από Χαρτοφύλακα (Euro)

O AVENTUREIRO

OFFREOPOI TOY MICKHTHOV YBBOMWY
WALBEGUNN SNGOBON

CANNISTI E COSTRUZIONI



A BANK

Η ΚΑΤΑΣΤΑΣΗ ΜΗΝΟΣ ΙΑΝΟΥΑΡΙΟΥ 2003
ΧΙΛΙΑΔές Ευρώ)

ΠΛΕΥΡΙΚΟ			
		2003	2002
Δέσμημα στην Κεντρική Τράπεζα ...	582.165	1.928.655	1.816.300
και αξιογραφα δεκτά για		Υποχρέωσης προς πιστωτικά δρύματα:	
δότηση από την Κεντρική Τράπεζα	1.394.241	6.502.827	1.811.837
ά πιστωτικά δρυμάτων:		Υποχρέωσης από πράξεις	
πό αγροφυλαξίες επαναπληρωτικ	639.480	1.598.329	1.392.492
se (ερο)		Υποχρέωσης προς πελάτες:	
πελατών:	4.555.686	64.234	14.830.716
		Καταθέσεις	15.583.562
		Υποχρέωσης από πράξεις	
		προσωρινής εγχωρίασεως:	5.549.791
		Επιταγές και εντολές πληρωτέων	20.380.507
		Λοιπά στοχεία παθητικού	118.295
		Προμέψεις:	20.498.802
		Για αποδημιωση προσωπικού λόγω	875.776
		Εξόδου από την υπηρεσία	
		Λοιπές προβλέψεις	12.978
		Διάρεια μειούμενης εξασφαλίσεως	
		βασική περιόδαια:	12.500
		Μετρικό κεφαλαιο	25.478
		Αποθεματικά	800.000
		ΣΥΝΟΛΟ ΠΛΕΥΡΙΚΟΥ	8.549
νευρισμάτων [μετον απορθέσεις]	1.621.230	1.427.835	13.047
χειλία [μετον απορθέσεις]		61.1301	
στοχεία [μετον απορθέσεις]	73.292	68.318	21.596
νερηγητικού	264.742	259.263	275.000
	514.222	658.850	
		Αποθεματικά	
		27.635.534	768.462
		49.014.412	833.920
		49.681.324	1.602.382
			27.006.767
			49.014.412
Αθήναι, 20 Φεβρουαρίου 2003			
ΓΙΑΝΝΗΣ Σ. ΚΩΣΤΟΠΟΥΛΟΣ			
ΚΑΙ ΔΙΕΥΘΥΝΝΩΝ ΣΥΜΒΟΥΛΟΣ			
ΑΞΕΩΣ			
ΠΛΕΥΡΙΚΟΥ			
ΙΠΡΟΕΔΡΟΣ ΤΟΥ ΔΙΟΙΚΗΤΙΚΟΥ ΣΥΜΒΟΥΛΙΟΥ			
Ο ΔΙΕΥΘΥΝΤΗΣ ΟΙΚΟΝΟΜΙΚΟΥ			
ΓΕΩΡΓΙΟΣ Ν. ΚΟΝΤΟΣ			

KAI ALIEYOUN N ZMBUDZI

Ο ΔΙΕΥΘΥΝΣΗΣ ΟΙΚΟΝΟΜΙΚΟΥ

ΓΙΑΝΝΗΣ Σ. ΚΑΣΤΟΡΟΥΑΣ

ΕΞΑΓΓΕΛΙΑ Ν. ΚΟΝΤΟΣ

Rule 12g3-2(b)
File No. 82-3399

ALPHA BANK
BALANCE SHEET AS AT DECEMBER 31, 2002

(Amounts in thousands of Euro)

ASSETS

CASH AND BALANCES WITH THE CENTRAL BANK

a.	302.704	306.386	2001
b. Cheques receivable	59.497	257.889	
c. Deposits with the Bank of Greece	782.645	1.681.594	2.245.869

TREASURY BILLS AND OTHER SECURITIES ELIGIBLE FOR REFINANCING WITH THE CENTRAL BANK

a. Issued by the Greek State	1.968.425	7.007.578	
b. Other	221.828	2.190.253	75.268

LOANS AND ADVANCES TO CREDIT INSTITUTIONS

a. Repayable on demand	8.144	10.255	
b. With agreed maturity	753.853	1.098.005	
c. Reverse repos	3.538.093	5.929	1.114.189

LOANS AND ADVANCES TO CUSTOMERS

a. Maturing within one year	8.731.795	8.395.396	
b. Maturing after one year	7.028.033	4.717.470	
- Other receivables	15.759.828	13.112.866	
	22.100	52.442	
	15.781.928	13.165.308	
Less : Allowances for credit losses	315.000	228.907	12.936.401

SECURITIES

Debt securities including fixed income securities:			
a. Issued by the Greek State	375.198	684.072	
b. Other	1.143.163	675.850	
	1.518.361	1.359.922	
Shares and other variable-yield securities	117.984	181.348	1.541.270

INVESTMENTS

Investments in non-affiliates	137.927	14.183	
Investments in affiliates	1.479.013	1.437.311	1.451.494

INTANGIBLE ASSETS

a. Goodwill			
Less: Amortization			611.301
b. Formation and preliminary expenses	18.524		
Less: Amortization	13.077	5.447	5.653
c. Other intangible assets	182.006		
Less: Amortization	114.432	67.574	73.021

TANGIBLE ASSETS

a. Land		62.774	
b. Buildings-Buildings installation	263.681		63.237
Less: Depreciation	138.276	125.405	111.127
c. Furniture and fixtures	55.587		
Less: Depreciation	34.362	21.225	21.009
d. EDP equipment	221.251		
Less: Depreciation	168.171	53.080	58.255
e. Other tangible assets	1.385		
Less: Depreciation	775	610	758
f. Payments in advance and tangible assets under construction		803	263.897

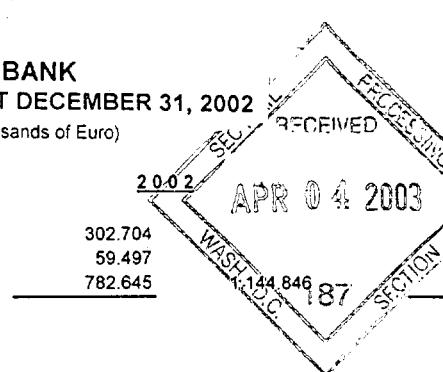
OTHER ASSETS

PREPAYMENTS AND ACCRUED INCOME			
a. Deferred charges		23.009	9.303
b. Accrued interest:			
- State bonds	60.314		
- Other bonds	42.098		
- Loans and advances	48.927		
- Other	41.069	192.408	411.431

TOTAL ASSETS

27.263.745

28.017.966



	<u>2002</u>	<u>2001</u>	<u>LIABILITIES</u>
DUE TO CREDIT INSTITUTIONS			
a. Repayable on demand	39.070	139.405	
b. Time deposits	1.662.445	1.580.149	
c. Commitments arising out of sale and repurchase agreements	<u>1.177.665</u>	<u>2.879.180</u>	<u>104.626</u>
DUE TO CUSTOMERS			
a. Deposits			
- Repayable on demand	4.042.545	4.177.063	
- Saving deposits	8.189.251	7.586.919	
- Time deposits	<u>3.265.922</u>	<u>4.264.397</u>	<u>16.028.379</u>
b. Other liabilities			
- Cheques and orders payable	186.044	337.279	
- Commitments arising out of sale and repurchase agreements	<u>5.643.601</u>	<u>21.327.363</u>	<u>6.740.568</u>
OTHER LIABILITIES			
a. Dividends payable	74.069	168.461	
b. Income tax and other taxes payable	92.810	122.737	
c. Withholdings in favour of social security funds and other third parties	138.081	75.809	
d. Other	<u>237.498</u>	<u>542.458</u>	<u>194.201</u>
ACCRAULS AND DEFERRED INCOME			
a. Deferred income	19.432	14.650	
b. Accrued interest on time deposits	12.555	16.222	
c. Other accrued expenses of the year	<u>54.911</u>	<u>86.898</u>	<u>85.922</u>
PROVISIONS FOR LIABILITIES AND CHARGES			
a. Provisions for staff retirement indemnities	12.500	8.548	
b. Other	<u>12.965</u>	<u>25.465</u>	<u>12.965</u>
SUBORDINATED DEBTS		800.000	275.000
CAPITAL AND RESERVES			
Share capital			
- Paid-up capital (185,171,560 shares of Euro 4.15 per share)	768.462	760.793	
Share premium account	443.373	443.662	
Reserves			
a. Legal reserve	189.000	173.147	
b. Extraordinary reserve	179.000	173.147	
c. Tax-free reserves under special laws	399.169	387.634	
d. Reserves from the revaluation of securities	105.102	105.102	
Reserve from fixed assets revaluation (L. 2065/92)	-	7.381	
- Retained earnings	129.576	62.179	
Goodwill to be netted off	<u>(611.301)</u>	<u>1.602.381</u>	<u>2.113.045</u>
TOTAL LIABILITIES		<u>27.263.745</u>	<u>28.017.966</u>

2.0.1

Contingent liabilities	3.240.844
- From guarantees in favour of third parties	3.426.003
Commitments arising out of sale and repurchase agreements	6.845.195
Other off-Balance Sheet accounts	
a. Beneficiaries of asset items	286.655
b. Bilateral agreements	10.554.661
c. Study of balance sheet accounts (guarantees, securities etc.)	19.292.238
d. Mutual funds' holders	3.795.502
	<u>33.924.654</u>
TOTAL OFF BALANCE SHEET ACCOUNTS	<u>44.010.693</u>

2.0.2

Contingent liabilities	171.324
- From guarantees in favour of third parties	9.756.304
Commitments arising out of sale and repurchase agreements	6.821.266
Other off-Balance Sheet accounts	
a. Beneficiaries of asset items	171.324
b. Bilateral agreements	9.756.304
c. Study of balance sheet accounts (guarantees, securities etc.)	20.052.867
d. Mutual funds' holders	2.917.405
	<u>32.898.200</u>
TOTAL OFF BALANCE SHEET ACCOUNTS	<u>43.155.472</u>

OFF-BALANCE SHEET ACCOUNTS

- Contingent liabilities
 - From guarantees in favour of third parties
- Commitments arising out of sale and repurchase agreements
- Other off-Balance Sheet accounts
 - a. Beneficiaries of asset items
 - b. Bilateral agreements
 - c. Study of balance sheet accounts (guarantees, securities etc.)
 - d. Mutual funds' holders

TOTAL OFF BALANCE SHEET ACCOUNTS**Notes :**

1. Until 31 December 2001 the goodwill of about Euro 668 million that arose from the merger of the former Irenian Bank in 2000 was being amortized at a rate of 5% per year in accordance with International Accounting Standards. In 2002 the unamortized balance of about Euro 611 million, in view of the application of Law 309/12/02, was recorded directly to reserves in order to be settled off in the future.
2. The Bank's debt and equity securities portfolio is presented at cost, which is higher than its market value as determined in accordance with the relevant provisions of article 43 of Company Law 21/90/1920 by approximately Euro 42 million. The Bank, based on recent valuations performed by foreign entities and recent transactions, considers that this difference does not exist.
3. Based on a recent actuarial study, it is estimated that an amount of about Euro 135.6 million (on an after tax basis), in addition to the Euro 42.7 million that has been charged to the current years results, is required in order for the Bank to meet its liability to the Auxiliary Pension Fund.
4. The Bank has been audited by the tax authorities for all years up to and including 31 December 1989.
5. In 2002, the Bank's share capital increased by Euro 7.689.064,24 as a result of a) the capitalization of the fixed asset revaluation reserve (L.2065/1992) by Euro 7.380.779,07 and b) the capitalization of a part of the share premium account by Euro 268.285,17, with a simultaneous increase in the nominal value of the shares to Euro 4,15.
6. The allowances for credit losses of Euro 315 million are considered to be adequate.
7. No fixed assets have been pledged.
8. There are no pending legal cases or issues in progress, which may have a material impact on the financial statements of the Bank.
9. The total employees of the Bank as at 31 December 2002 was 7.852, compared to 7.904 as at 31 December 2001.
10. Certain prior year balances have been restated to facilitate comparison with the current year.
11. The Bank is classified under the statistical code 651.9, according to the 4-digit classification of the economic activity sector.

PROFIT AND LOSS ACCOUNT
(1.1 - 31.12.2002)

	<u>2002</u>	<u>2001</u>
Interest income and similar income		
- Interest on fixed-income securities	235.702	521.281
- Other interest income and similar income	<u>1.002.353</u>	<u>1.072.230</u>
Less :		
Interest expense and similar charges	590.525	964.823
	<u>647.530</u>	<u>628.688</u>
Plus :		
Dividend income		
a. Dividend income from trading portfolio	2.663	5.976
b. Dividend income from investments in affiliates	<u>20.475</u>	<u>59.002</u>
Commissions income	255.758	259.020
Less :		
Commissions expense	<u>23.014</u>	<u>232.744</u>
Plus :		
Net trading income	76.215	102.904
Plus :		
Other operating income	9.329	53.135
Gross operating results	<u>988.956</u>	<u>1.088.468</u>
Less :		
General administrative expenses		
a. Staff costs		
- Salaries	194.287	200.755
- Contributions to social security funds	99.717	123.738
- Other staff costs	<u>23.296</u>	<u>317.300</u>
b. Other administrative expenses		
- General expenses	182.309	165.082
- Non-income taxes	<u>23.107</u>	<u>205.416</u>
Depreciation and amortization expenses	83.605	105.366
Revaluation differences of receivables and provisions for contingent liabilities		
- General provision for credit risk	139.084	115.612
- Provision for staff retirement indemnities	4.901	1.527
- Other provisions	<u>106</u>	<u>144.091</u>
Total operating results	238.544	319.299
Extraordinary income	3.236	27.873
Extraordinary charges	(1.595)	(3.942)
Extraordinary profit or loss	<u>3.406</u>	<u>7.299</u>
Net profit for the year (before taxes)	<u>243.591</u>	<u>350.529</u>

Athens, February 20

THE CHAIRMAN OF THE BOARD OF DIRECTORS
AND MANAGING DIRECTOR

Yannis S. Costopoulos

THE EXECUTIVE DIRECTOR
AND GENERAL MANAGER

Constantine A. Kyriacopoulos

APPROPRIATION ACCOUNT

	<u>2002</u>	<u>2001</u>
Net profit for the year	243.591	350.529
Retained earnings at 31.12.2001	62.179	42.728
Reserves taxed in prior years	-	75.313
	<u>305.770</u>	<u>468.570</u>
Less :		
Income tax and other taxes	74.448	104.400
Profit for appropriation	<u>231.322</u>	<u>364.170</u>

Appropriated as under:

Legal reserve	15.853	22.201
Dividend for the year (185,171,560 shares of Euro 0.40 per share)	74.069	168.461
Special and extraordinary reserves:		
- Extraordinary reserve	5.853	72.207
- Tax-free reserves under special laws	<u>2.041</u>	<u>33.494</u>
Directors' fees	360	360
Bonus to senior management	-	5.268
Extra allowance to staff due to Euro introduction	3.570	
Retained earnings at 31.12.2002	<u>129.576</u>	<u>62.179</u>
	<u>231.322</u>	<u>364.170</u>

THE EXECUTIVE GENERAL MANAGER
AND CHIEF FINANCIAL OFFICER

CHIEF GROUP
FINANCIAL REPORTING

Marinos S. Yannopoulos

George N. Kontos

Certified Auditors' Accountants' Report
(Translated from the Greek original)

To the Shareholders of
ALPHA BANK

We have audited the above financial statements of Alpha Bank for the year ended 31 December 2002 and the relevant notes thereto. Our audit included the activities of the Bank's branches, and was performed in accordance with the article 37 of Codified Law 2190/1920 relating to Anonyme Etentes and included the procedures we considered appropriate taking into account the auditing standards adopted by the Institute of Certified Auditors Accountants which were consistent with the basic principles of International Standards on Auditing. The books and records maintained by the Bank were placed at our disposal and we were provided with the necessary information and explanations for the purpose of our audit. The Bank properly applied the Banking industry Chart of Accounts. The accounting policies have been consistently applied except for the matter discussed in note 1 to the financial statements. We verified that the Board of Directors' Report in the Annual General Meeting of the Shareholders agrees with the related financial statements. The Bank's financial statements contain the information required under paragraph 1 of article 43a of Codified Law 2190/1920. In our opinion, the above financial statements, which are derived from the Bank's books and records, together with the notes thereto, present, after taking into account the matters discussed in notes 1 and 3 to the financial statements, the Bank's financial position as of 31 December 2002 and the results for the year then ended, in accordance with the applicable provisions and generally accepted accounting standards which have been consistently applied except for the matter previously discussed.

Athens, February 21, 2003

Anastasios G. Rousopoulos Vasilios I. Loumios

SOL AE Associated Certified Public Accountants SA

Marcos T. Kyriacou

KPMG Kyriacou Certified Auditors AE

ASSETS	2002	LIABILITIES	2001
CASH AND BALANCES WITH THE CENTRAL BANK			
a. Cash			
b. Cheques receivable			
c. Deposits with Central Banks			
TREASURY BILLS AND OTHER SECURITIES ELIGIBLE FOR REFINANCING WITH THE CENTRAL BANK			
a. Issued by the Greek State	1,968,425	7,007,578	57,884
b. Other	221,826	75,268	165,602
LOANS AND ADVANCES TO CREDIT INSTITUTIONS	APR 04 2003	2002	2001
a. Repayable on demand	75,419	2,190,253	1,457,856
b. With agreed maturity	265,926	2,511,381	1,313,825
c. Receivable	1,018,956	1,412,578	38,927
	WASH DC	187,137	1,510,434
DUE TO CUSTOMERS			
a. Deposits			
b. Other liabilities			
c. Commitments entitling out of sale and repurchase agreements			
	4,168,640	4,280,282	4,280,282
	-Repayable on demand	8,227,122	7,634,265
	-Saving deposits	5,100,559	6,120,127
	-Time deposits	11,516,321	18,043,674
OTHER LIABILITIES			
a. Dividends payable			
b. Income tax and other taxes payable			
c. Withdrawals in favour of social security funds and other third parties			
d. Other			
	5,498,176	23,190,956	6,555,480
ACCUMULATED DEFERRED INCOME			
a. Deferred income			
b. Accrued interest on time deposits			
c. Other accrued expenses of the year			
	140,237	293,317	289,218
PROVISIONS FOR LIABILITIES AND CHARGES			
a. Provisions for staff retirement indemnities			
b. Other			
	13,135	38,038	13,103
SUBORDINATED DEBTS			
HYBRID SECURITIES			
(circ. Bank of Greece no. 11/2002)			
INTANGIBLE ASSETS			
a. Goodwill			
Less: Amortization			
b. Formation and preliminary expenses			
Less: Amortization			
c. Other intangible assets			
Less: Amortization			
TANGIBLE ASSETS			
a. Land			
b. Buildings-Buildings installation			
Less: Depreciation			
c. Furniture and fixtures			
Less: Depreciation			
d. EDP equipment			
Less: Depreciation			
e. Other tangible assets			
Less: Depreciation			
f. Payments in advance and tangible assets under construction			
	23,171	809,895	31,677
OTHER ASSETS			
PREPAYMENTS AND ACCRUED INCOME			
a. Deferred charges			
b. Accrued interest			
c. Income on time receivable			
	25,561	11,128	11,128
TOTAL ASSETS			
	384,570	309,642	28,725,159
TOTAL LIABILITIES			
	26,725,159	29,560,900	29,560,900

OFF BALANCE SHEET ACCOUNTS

2001

Confidential liabilities		3,653,307	3,375,291
Commitments arising out of sale and purchase agreements		6,665,843	6,634,407
Other off Balance Sheet accounts			
a. Beneficiaries of asset items	1,795,643	1,648,659	
b. Bilateral agreements	9,749,707	10,582,723	
c. Sundry off balance sheet accounts (guarantees, securities etc.)	20,322,153	20,195,423	
d. Mutual funds' holders	2,917,405	3,822,660	36,249,465
TOTAL OFF BALANCE SHEET ACCOUNTS	45,103,958	46,259,093	

Notes :

- The Group companies of the financial services sector that have been consolidated under the full consolidation method, excluding "ALPHA BANK" are: 1. Alpha Bank London Ltd., 2. Alpha Bank Romania S.A., 3. Alpha Bank Jersey Ltd., 4. Alpha Bank AD Steppie, 5. Alpha Leasing A.E., 7. Alpha Investments A.E., 8. Alpha Finance A.E.F.Y., 9. Alpha Private Investment Services A.E., 10. Alpha Romanian Holdings Company A.E., 11. Alpha Mutual Fund Management A.E., 12. Alpha Ventures A.E., 13. Alpha Asksis Afrika A.E., 14. Alpha Asset Finance L.M., 15. Alpha Credit Group Plc., 16. Alpha Finance U.S. Corporation, 17. Alpha Financial Plc., 18. Alpha Asset Management A.P.E.Y., 19. Alpha Finance Romania S.A., 20. Alpha Leasing Romania S.A., 21. Alpha Equity Fund A.E., 22. Alpha Trustees Ltd., 23. ASC Factors A.E., 24. Ionian Holdings A.E., 25. C.B. Interleasing Southeastern Ltd., 26. Messina Holdings S.A., 27. Alpha Commercial Real Estate A.E., 28. Alpha Group Jersey Limited. The companies No. 27 and 28 are included in the consolidation for the first time in the year 2002.
- Until December 2001 the Goodwill of about Euro 668 million that arises from the acquisition of the former Unicredit Bank in 1995 was being amortized at a rate of 5% per year, in accordance with International Accounting Standards. In 2002, the unamortized balance of about Euro 578,7 million, in view of the application of IAS 30/IAS 2002 was recorded directly to reserves in order to be relieved of in the future.
- Based on a recent actuarial study, it is estimated that an amount of about Euro 42.7 that has been charged to the current year's results, is required, in order for the Bank to meet its liability to the Auxiliary Persian Fund.
- The year end valuation of securities held by a subsidiary, which resulted in a revaluation loss of Euro 111 million, was recorded directly to reserves. The Group's share of this loss that would have been recorded to the consolidated income statement amounts to Euro 42 million.
- The majority of the subsidiaries have been audited by the tax authorities for all years up to and including December 31, 1999.
- No fixed assets have been pledged.
- There are no pending legal cases or issues in progress which may have a material impact on the financial statements of the Group.
- The total employees of the Group as at December 31, 2002 was 9,749, compared to 9,792 as at December 31, 2001.
- Certain prior year balances have been reinstated to facilitate comparison with the current year.
- The accounting policies followed by the subsidiaries of the Group in compiling their financial statements, are consistent with those followed in the prior year and they are in accordance with the relevant provisions of Company Law 2190/1920.

2.0.0.1

Interest income and similar income	256.191	1.320.723	1.386.914	535.425
- Interest on fixed-income securities				1.219.794
- Other interest income and similar income				1.754.219

Less :
Interest expense and similar charges

	655.041			1.044.158
	<u>731.873</u>			<u>710.081</u>

Plus :
Dividend income

a. Dividend income from trading portfolio	10.262	11.726
b. Dividend income from investments in affiliates	4.406	906

Commissions income

320.288	319.584
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Less :

Commissions expense

28.139	292.149	305.543	282.641
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Plus :
Net trading income

71.754	119.374
--------	---------

Plus :
Other operating income

158.657	189.446
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Surplus value from participation in companies
consolidated under the equity method

<u>(4.702)</u>	<u>10.659</u>
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Gross operating results

<u>1.262.399</u>	<u>1.324.854</u>
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Less :
General administrative expenses

a. Staff costs	237.198	243.088
- Salaries	108.978	130.054
- Contributions to social security funds	25.932	27.329
- Other staff costs		

b. Other administrative expenses

204.512	180.594
26.969	32.764

Less :
Depreciation and amortization expenses
Revaluation differences of receivables
and provisions for contingent liabilities

157.066	137.750
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- General provision for credit risk

5.296	2.063
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- Provision for staff retirement

13.323	175.085
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Indemnities

	18.909
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- Other provisions

	158.422
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Total operating results

275.080	323.424
6.576	28.078

Extraordinary income

(3.938)	(6.749)
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Extraordinary charges

2.215	8.330
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Extraordinary profit or loss:

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Net profit for the year (before taxes)

279.915	363.092
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Less: Income tax

99.536	126.745
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Income tax differences from prior years

	9.477
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Net profit for the year

<u>180.379</u>	<u>136.222</u>
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Less: Minority income

<u>7.852</u>	<u>226.870</u>
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Net profit

<u>172.487</u>	<u>19.201</u>
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Athens, February 20, 2003

**THE CHAIRMAN OF THE BOARD OF DIRECTORS
AND MANAGING DIRECTOR**
**THE EXECUTIVE GENERAL MANAGER
AND GENERAL MANAGER**
**THE EXECUTIVE GENERAL MANAGER
AND CHIEF FINANCIAL OFFICER**

CHIEF GROUP FINANCIAL REPORTING

YANNIS S. COSTOPOULOS

CONSTANTINE A. KYRIACOPoulos

GEORGE N. KONTOS

Certified Auditors' Accountants' Report

(Translated from the Greek original)

To the Shareholders of "ALPHA BANK A.E."

We have audited in accordance with article 108 of Codified Law 2150/1920 relating to Accounting, the above consolidated balance sheet and income statement and the relevant notes thereon of Alpha Bank and its subsidiaries for the year ended 31 December 2002. The audit procedures we performed were those that we considered appropriate taking into account the auditing standards adopted by the Institute of Certified Auditors Accountants and we verified the contents of the consolidated financial statements. The accounting policies have been consistently applied except for the matter discussed in note 2 to the financial statements.

In our opinion, after taking into account the matters discussed in notes 2.3 and 4, the consolidated financial statements have been prepared in accordance with the provisions of Codified Law 2150/1920 and present, based on the relevant legislation and generally accepted accounting principles which have been applied on a consistent basis except for the matter previously discussed, the financial position and result of the entities that have been consolidated as at 31 December 2002.

Athens, February 21, 2003

Anastasios G. Rousopoulos
Vasilios I. Lourmidis
SOL A.E., Associated Certified Public Accountants SA

Marios T. Kyriakou
KPMG KYRIAKOU Certified Auditors A.E.

ΕΝΕΡΓΗΤΙΚΟ	ΠΛΑΘΗΤΙΚΟ		
	2003	2002	2003
Ταμείο και διαθέσιμα στην Κεντρική Τράπεζα	1.253.693	1.206.510	Υποχρέωσης προς πιστωτικά ιδρύματα :
Κρατικά και δίλλα αδιέργραφα δεκτά για επαναχρηματοδότηση από την Κεντρική Τράπεζα	1.846.734	6.194.915	- Καταθέσεις 2.790.711 - Υποχρέωσης από πράξεις προσωρινής εκχωρίσεως 1.832.413
Απανήσεις κατά πιστωτικών ιδρυμάτων :			Υποχρέωσης προς τελότες :
- Καταθέσεις	789.555	2.069.068	- Καταθέσεις 14.887.795 - Υποχρέωσης από πράξεις προσωρινής εκχωρίσεως 5.731.976
- Απανήσεις από συμφωνίες επαναπάλησης τίτλων (Reverse repos)	4.561.925	5.351.480	- 20.619.771
	4.561.925	16.000	- 141.302
Απανήσεις κατά πελατών :			20.761.073
- Χορηγήσεις	16.252.570	13.300.172	741.721
- Λογητές απανήσεις	19.760	21.383	
Μείον : Προβλέψεις	16.272.330	13.321.555	
	309.000	15.963.330	
		228.907	
Χρεόγραφα	1.764.263	1.715.933	12.500
Συμμετοχές	1.620.548	1.427.962	12.978
Υπερέξια συγχωνεύσεως (μείον αποσβέσεις)		611.301	25.478
Αυλα πάγια στοιχεία (μείον αποσβέσεις)	73.556	68.632	8.548
Ενσύμφωνα πάγια στοιχεία (μείον αποσβέσεις)	265.674	261.502	12.997
Λοιπά στοιχεία ενεργητικού	514.500	625.874	21.545
ΣΥΝΟΛΟ ΕΝΕΡΓΗΤΙΚΟΥ	28.553.778	27.290.345	Δάνεια μειωμένης εξασφαλίσεως
ΛΟΓΑΡΙΑΣΜΟΙ ΤΑΞΕΩΣ	49.729.246	45.151.353	900.000

Αθήνα, 10 Απριλίου 2003

Ο ΠΡΟΕΔΡΟΣ ΤΟΥ ΔΙΟΙΚΗΤΙΚΟΥ ΣΥΜΒΟΥΛΟΥ
ΚΑΙ ΔΙΕΥΘΥΝΩΝ ΣΥΜΒΟΥΛΟΣ

Ο ΔΙΕΥΘΥΝΤΗΣ ΟΙΚΟΝΟΜΙΚΟΥ

ΓΙΑΝΝΗΣ Σ. ΚΩΣΤΟΠΟΥΛΟΣ

ΓΕΩΡΓΙΟΣ Ν. ΚΟΝΤΟΣ

ALPHA BANK

ΙΣΟΛΟΓΙΣΜΟΣ ΤΗΣ 31ηΣ ΔΕΚΕΜΒΡΙΟΥ 2002
(Ποσά σε χιλιόδες Ευρώ)

ΕΔΡΑ ΑΘΗΝΑ
ΕΝΕΡΓΗΤΙΚΟ

ΤΑΜΕΙΑ ΚΑΙ ΔΙΑΒΕΣΜΑ ΣΤΗΝ ΚΕΝΤΡΙΚΗ ΤΡΑΠΕΖΑ

	2002	2001		2002	2001
α. Ταξίδι	302.704	1.308.386	γ. Υποχρέωσης προς πιστωτικά ώρματα	39.070	132.405
β. Επτάνης απορροφής	59.497	257.889	δ. Προθεσμίας	1.562.445	1.580.149
γ. Διάθεση στην Τράπεζα της Ελλάδος	782.645	1.144.846	ε. Υποχρέωσης από πρόσθια προστατική εισαρχίες	1.177.565	2.879.180
ΚΡΑΤΙΚΑ ΚΑΙ ΛΑΙΑ ΑΞΩΤΡΑΓΑ ΔΕΚΤΑ ΓΙΑ ΕΠΑΝΑΧΡΗΜΑΤΟΔΟΤΗΣ ΑΠΟ ΤΗΝ ΚΕΝΤΡΙΚΗ ΤΡΑΠΕΖΑ			ζ. Υποχρέωσης προς ΡΕΑΤΕΣ		
α. Εκδόσεις Ελληνικού Δημοσίου	1.968.425	7.007.578	α. Καταθέσεων		
β. Άλλων επιτομών	221.829	2.190.253	· Όψεως	4.042.545	4.177.903
		75.256	· Ταξιδιώτριου	8.189.251	8.558.319
ΔΙΑΤΗΣΕΙΣ ΚΑΤΑ ΠΙΣΤΩΤΙΚΟΝ ΔΗΡΜΑΤΩΝ			· Προθεσμίας	3.265.922	4.264.297
α. Δραχμών	1.144	10.255		15.497.718	15.023.379
β. Αναστολής	751.853	1.096.005	β. Άλλων υποχρεώσεων		
γ. Αναστολής στο αύριονά σπουδαστήρικη πίτην (Reverso repos)	3.531.093	4.300.090	· Επινόησης και επιπλέον πληρωμής	185.044	337.279
ΔΙΑΤΗΣΕΙΣ ΚΑΤΑ ΠΙΣΤΩΤΙΚΩΝ			· Υποχρέωσης από πρόσθια προστατική εισαρχίες	5.643.601	21.327.363
α. Κυρτούμενης	22.100	52.442	α. Λογιστικής	5.740.568	23.106.226
β. Μακροπρόθεσμης	15.781.928	13.165.308			
γ. Άλλων απασχόλησης	315.000	15.466.926	β. Άλλων υποχρεώσεων		
Μετόχοι Προβλέψεις		226.907	· Επινόησης και επιπλέον πληρωμής	185.044	337.279
ΧΡΟΝΙΑΓΡΑΦΑ			· Υποχρέωσης από πρόσθια προστατική εισαρχίες	5.643.601	21.327.363
Ομολόγων και άλλων πίτων σταθερής αποδόσεως			α. Λογιστικής	5.740.568	23.106.226
α. Εκδόσεις Ελληνικού Δημοσίου	375.198	684.072			
β. Άλλων επιτομών	1.143.163	875.850	β. Άλλων υποχρεώσεων		
γ. Αναστολής	1.518.381	1.359.922	· Επινόησης και επιπλέον πληρωμής	185.044	337.279
Μετόχοι και άλλων πίτων μεταβλητής αποδόσεως		1.518.381	· Υποχρέωσης από πρόσθια προστατική εισαρχίες	5.643.601	21.327.363
ΣΥΜΜΕΤΟΧΕΣ			α. Λογιστικής	5.740.568	23.106.226
α. Επιδόματα στην παραγωγή	137.827	14.103			
β. Επιδόματα στην αγορά	1.479.013	1.437.311	β. Άλλων υποχρεώσεων		
γ. Επιδόματα στην αγορά		1.451.494	· Επινόησης και επιπλέον πληρωμής	185.044	337.279
ΑΓΓΛΙΑ ΠΑΠΑ ΣΤΟΙΧΕΙΑ			· Υποχρέωσης από πρόσθια προστατική εισαρχίες	5.643.601	21.327.363
α. Κυρτούμενης			α. Λογιστικής	5.740.568	23.106.226
β. Άλλων απορροφής					
γ. Άλλων απορροφής					
δ. Άλλων απορροφής					
ε. Άλλων απορροφής					
ΕΠΟΧΗ ΠΑΠΑ ΣΤΟΙΧΕΙΑ					
α. Ήπιας Οικονομίας					
β. Εύηπιας Οικονομίας					
γ. Μεταβλητής Οικονομίας					
δ. Έντονης Οικονομίας					
ε. Έντονης Οικονομίας					
ΑΠΟΛΟΓΙΣΜΟΣ ΣΤΟΙΧΕΙΩΝ ΣΤΟΙΧΕΙΩΝ					
α. Επόμενης Οικονομίας					
β. Εύηπιας Οικονομίας					
γ. Μεταβλητής Οικονομίας					
δ. Έντονης Οικονομίας					
ε. Έντονης Οικονομίας					
ΑΠΟΛΟΓΙΣΜΟΣ ΣΤΟΙΧΕΙΩΝ ΣΤΟΙΧΕΙΩΝ					
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